

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS
TYLER DIVISION**

BLUE SPIKE, LLC
Plaintiff,

§ Civil Action No. 6:12-CV-499 MHS

v.

TEXAS INSTRUMENTS, INC.
Defendants

§ LEAD CASE

BLUE SPIKE, LLC,
Plaintiff,

Civil Action No. 6:12-CV-576 MHS

v.
AUDIBLE MAGIC CORPORATION,
FACEBOOK, INC., MYSPACE, LLC,
SPECIFIC MEDIA, LLC,
PHOTOBUCKET.COM, INC.,
DAILY MOTION, INC.,
DAILY MOTION S.A., SOUNDCLOUD,
INC., SOUNDCLOUD LTD., MYXER,
INC., QLIPSO, INC., QLIPSO MEDIA
NETWORKS LTD., YAP.TV, INC.,
GOMISO, INC., IMESH, INC.,
METACAFE, INC., BOODABEE
TECHNOLOGIES, INC., TUNECORE,
INC., ZEDGE HOLDINGS, INC.,
BRIGHTCOVE INC.,
COINCIDENT.TV, INC., ACCEDO
BROADBAND NORTH AMERICA,
INC., ACCEDO BROADBAND AB,
AND MEDIAFIRE, LLC
Defendants.

§ CONSOLIDATED CASE

BLUE SPIKE, LLC,
Plaintiff,

Civil Action No. 6:12-CV-570 MHS

v.

WIOFFER, LLC
Defendant.

§ CONSOLIDATED CASE

**DECLARATION OF ALEXANDER LJUNG IN SUPPORT OF DEFENDANT
AUDIBLE MAGIC CORPORATION'S AND ITS CUSTOMERS' MOTION TO
TRANSFER VENUE TO THE UNITED STATES DISTRICT COURT FOR THE
NORTHERN DISTRICT OF CALIFORNIA UNDER 28 U.S.C. § 1404(a)**

I, Alexander Ljung, declare under penalty of perjury that the following is true and correct:

1. I am Founder and CEO for SoundCloud, and am a director of both SoundCloud Limited and SoundCloud Inc. I have personal knowledge of the facts set forth in this declaration, or access to SoundCloud Ltd. and SoundCloud, Inc.'s (collectively, "SoundCloud") corporate information and records allowing me to confirm these facts. If called as a witness, I could testify competently to these facts under oath.
2. SoundCloud Ltd. is a limited liability company incorporated under the laws of England & Wales, and headquartered in Berlin. Soundcloud, Inc. is headquartered in San Francisco, California.
3. SoundCloud has no operations, employees, or property in Texas.
4. SoundCloud regularly conducts business in the San Francisco Bay Area and Silicon Valley.
5. SoundCloud is accused in the complaint in the above-referenced action based on Audible Magic's technology.
6. SoundCloud entered into an agreement with Audible Magic, located in Los Gatos, California, wherein Audible Magic supplies its Content Identification Services to SoundCloud. This is technology accused by Blue Spike in the instant action. The Content Identification Services provided to SoundCloud are, at all times, provided remotely by Audible Magic on its computer servers and in its network operations center, which I understand to be in Los Gatos, California and San Jose, California.
7. SoundCloud interacted with Audible Magic technical and business personnel in Los Gatos, California and London to obtain the agreement with Audible Magic and with regard to

technical aspects of the Audible Magic technology. SoundCloud employees responsible for entering into the agreement with Audible Magic are located in Germany and the UK.

8. As part of its agreement with Audible Magic, SoundCloud utilizes or accesses servers, databases, and software located in and/or originating from Audible Magic's facilities.

9. SoundCloud has no access to, and no ability to alter, Audible Magic's proprietary source code used to run Audible Magic's Content Identification Services.

I declare under penalty of perjury under the laws of the United States of America that the foregoing facts are true and correct based on my own personal knowledge.

Executed on May 21, 2013 in Berlin.

